



Attorneys at Law  
A Law Corporation

P.O. Box 2281  
18th Floor Pacific Tower  
1001 Bishop Street  
Honolulu, Hawaii 96813  
Tel: (808) 524-1800  
Fax: (808) 524-4591  
e-mail: info@ahfi.com  
www.ahfi.com

ALVIN L. THOMAS II  
EXECUTIVE VICE PRESIDENT/GENERAL COUNSEL  
SYNAGRO TECHNOLOGIES, INC.  
1800 BERING DRIVE, SUITE 1000  
HOUSTON TX 77057

DATE 05/09/06  
**REVISED 5/24/06**  
INVOICE NO. 213355

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FOR LEGAL SERVICES RENDERED THROUGH: APRIL 2006

Federal I.D.# 99-0287757  
Hawaii I.D.# 10438996

RE: GMP ASSOCIATES - CONTRACT DISPUTE  
(7392-3)

<u>DATE</u>	<u>TIME</u>	<u>BY</u>	<u>DESCRIPTION</u>
04/01/06	0.10	PA	review stipulation and order to vacate trial date
04/04/06	2.10	SPH	review case file, pleadings and correspondence to prepare request for attorneys' fees and costs <b>(NO CHARGE)</b>
04/05/06	0.40	PA	review and redact invoices; letter to M. Marsh
04/05/06	0.20	MFK	emails with P. Alston re redacted invoices and letter to GMP counsel; review P. Alston letter on same and redacted invoices
04/05/06	7.00	SPH	research Hawaii and federal law re <b>[REDACTED]</b> ; research Hawaii and federal law re <b>[REDACTED]</b> ; review Local Rules re requirement for motion for fees and costs; review itemization requirements; initiate draft motion for attorneys fees and costs
04/06/06	0.20	MFK	emails and call with S. Park-Hoapili <b>[REDACTED]</b>
04/06/06	1.40	SPH	email to and from M. Kuo re status of request for attorneys fees and costs; continue drafting motion for fees and costs - expand analysis re implied breach of contract as a claim in the nature of assumpsit
04/07/06	1.40	SPH	prepare affidavit of P. Alston in support of fee request

**EXHIBIT A**

**Alston Hunt Floyd & Ing**

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<u>DATE</u>	<u>TIME</u>	<u>BY</u>	<u>DESCRIPTION</u>
04/10/06	1.60	SPH	continue drafting motion for attorneys fees - expand and reorganize factual background
04/11/06	0.40	MFK	call and meeting with S. Park-Hoapili re [REDACTED] (NO CHARGE for .2 Hrs)
04/11/06	7.20	SPH	confer with N. Kanada re [REDACTED]; confer with M. Kuo re [REDACTED]; expand draft motion for attorneys fees; expand affidavit in support of motion; review invoices and categorically itemize work performed pursuant to local rules (NO CHARGE for 3.6 Hrs)
04/12/06	0.10	MFK	email from and call with S. Park-Hoapili re [REDACTED] (NO CHARGE)
04/12/06	6.80	SPH	email to and from N. Kanada re [REDACTED]; status update to M. Kuo re [REDACTED]; continue reviewing invoices and categorically itemize work performed as required by federal local rules; discussion with N. Kanada re [REDACTED]; calculate and categorize time itemization to support motion for fees and costs (NO CHARGE)
04/13/06	0.50	MFK	meeting with S. Park-Hoapili re [REDACTED]; content for exhibits related to work on case and declarations in support of motion; review district court rules on [REDACTED] (NO CHARGE for .2 Hrs)
04/13/06	3.20	SPH	review, revise and expand motion for attorneys fees; review, revise and expand affidavit re same (NO CHARGE for 1.6 Hrs)
04/14/06	0.20	MFK	email from S. Park-Hoapili re [REDACTED]; call with S. Park-Hoapili re [REDACTED]
04/14/06	0.20	SPH	discussion with M. Kuo re [REDACTED] (NO CHARGE)
04/14/06	3.50	NMK	work on categorizing and itemizing attorneys' fees pursuant to federal court rules (NO CHARGE)
04/15/06	4.50	NMK	continue to work on categorizing and itemizing attorneys' fees pursuant to federal court rules (NO CHARGE)
04/17/06	0.50	MFK	emails and meetings with S. Park-Hoapili re [REDACTED]; review district court rules on treatment of taxable costs and non-taxable expenses; meeting with S. Park-Hoapili on [REDACTED]; review proposed exhibit on [REDACTED] (NO CHARGE for .2 Hrs)

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<u>DATE</u>	<u>TIME</u>	<u>BY</u>	<u>DESCRIPTION</u>
04/17/06	6.30	SPH	review, revise and expand motion for attorneys fees to include request for related non-taxable expenses (2.6); revise affidavit re same; initiate draft bill of costs <b>(NO CHARGE for 4.2 Hrs)</b>
04/18/06	4.10	MFK	meeting and emails with S. Park-Hoapili re <b>[REDACTED]</b> ; emails with accounting re fees and costs incurred in March 2006 for motion; review invoice on same; review local rules regarding recovery of attorneys' fees, expenses, and costs; draft introductory summary of arguments in motion for fees and costs, and review, revise, and expand factual background and arguments in motion for attorneys' fees and related costs, notice of bill of costs, supporting memorandums, and supporting declarations of counsel; emails to P. Alston and S. Park-Hoapili re <b>[REDACTED]</b> <b>(NO CHARGE for 2.0 Hrs)</b>
04/18/06	0.70	SPH	review March invoice and itemize fees and costs to comply with Local Rules; update itemization exhibits and calculation re same <b>(NO CHARGE)</b>
04/19/06	0.40	PA	work on fee motion; email to D.Roscoe re status of proceedings
04/20/06	0.60	PA	review and revise motion for attorneys fees; multiple emails from and to M. Kuo and S. Park-Hoapili re <b>[REDACTED]</b>
04/20/06	2.80	MFK	review emails from P. Alston and S. Park-Hoapili re <b>[REDACTED]</b> ; calls (2) from S. Park-Hoapili re P. Alston's comments re <b>[REDACTED]</b> ; review emails between S. Park-Hoapili and J. Carmicheal re <b>[REDACTED]</b> ; draft declaration of J. Carmicheal in support of motion; review and revise to final and email to J. Carmicheal and team on final declaration and execution on same; review P. Alston's revisions to motion for attorney's fees and costs; and email to P. Alston re <b>[REDACTED]</b>
04/20/06	2.50	SPH	research Hawaii and federal case law re <b>[REDACTED]</b> ; expand analysis of motion re same; prepare declaration of J. Carmichael; review and revise re same; email to and from J. Carmichael re <b>[REDACTED]</b> ; discussion with P. Alston re <b>[REDACTED]</b> ; discussion with M. Kuo re <b>[REDACTED]</b>
04/20/06	0.30	NMK	research re <b>[REDACTED]</b>
04/21/06	0.40	PA	email from and to M. Kuo re <b>[REDACTED]</b> ; finalize fee motion
04/21/06	7.20	MFK	emails with P. Alston and S. Park-Hoapili re <b>[REDACTED]</b> ; email with P. Alston re <b>[REDACTED]</b> ; review cited cases re

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<u>DATE</u>	<u>TIME</u>	<u>BY</u>	<u>DESCRIPTION</u>
			[REDACTED]; emails and meeting with P. Alston on [REDACTED]; calls and meetings with S. Park-Hoapili re [REDACTED]; review, review, and expand motion for attorneys' fees and costs and bill of costs to incorporate P. Alston's comments and S. Park-Hoapili's additional citations and to expand arguments re apportionment of damages and revisions in damages calculations; review motion and bill of costs for consistency in damages amount sought and review and expand declaration of counsel to correspond to same; emails with P. Alston re [REDACTED]; emails with C. Reynolds re [REDACTED]; review final motion, bill of costs, declarations, and exhibits to same and miscellaneous work with A. Matsuo re filing of motion and bill of costs <b>(NO CHARGE for 2.0 Hrs)</b>
04/21/06	3.80	SPH	meet with M. Kuo to finalize motions for fees and expenses, and costs; update fee and costs calculation re work related to ARI action; revise motion and finalize exhibits re same; email to and from M. Kuo e same; finalize motions for filing <b>(NO CHARGE for 1.9 Hrs)</b>
04/22/06	0.30	MFK	emails from A. Matsuo re [REDACTED]; review filed copy of memorandum in support; email to GMP counsel on same
04/24/06	0.60	MFK	emails with J. Carmicheal re [REDACTED]; call to federal court clerk re filing of motion for attorneys' fees and costs and missing page in transmission; miscellaneous work re filing of missing page and draft letter to Judges and ccing counsel re same
04/25/06	0.20	MFK	review minute from Court re scheduling of motion for attorneys' fees and cost; email to GMP counsel re consultation per rules
04/28/06	0.30	MFK	Review Rule 54. 3 regarding timing of consultation and content of consultation submission to Court; calls (two) to Mike Marsh re Rule 54.3 conference and scheduling (left messages); call from (one) Mike Marsh re same and email from Marsh re scheduling of same; update email to P. Alston on [REDACTED]
04/29/06	0.10	PA	email from and to M. Kuo re [REDACTED]
04/30/06	0.10	MFK	emails with P. Alston re [REDACTED]

<u>BY</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
PA	450.00	2.00	\$ 900.00
SPH	125.00	44.20	\$ 5,525.00

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<u>BY</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
PA	450.00	2.00	\$ 900.00
MFK	135.00	17.70	\$ 2,389.50
NMK	100.00	8.30	\$ 830.00
TOTALS:		72.20	\$ 9,644.50

LEGAL SERVICES \$ 9,644.50

5/24/06 NO CHARGES/ADJUSTMENTS ( 4,072.00 )

REVISED FEES 5,572.50

REVISED STATE EXCISE TAX 231.82

REVISED SUBTOTAL \$ 5,804.32

**PAYABLE UPON RECEIPT**

*This invoice may not include some expenses (telephone, copying, depositions, etc.) for which we have not yet been billed.  
 Delinquent accounts will be charged interest at the maximum legal rate.  
 Prior unpaid balance is for this matter only.*